

HELM

FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

FAX 415/398-4816

VIA AIR COURIER

March 22, 1993

RECORDATION NO. 16743-A FILED 1425

MAR 23 1993 2-5 0 PM

3-082A062

Ms. Mildred Lee
Recordations Unit
Interstate Commerce Commission
12th and Constitution Avenue, N.W.
Washington, DC 20423

INTERSTATE COMMERCE COMMISSION

RE: Railcar Lease Agreement dated as of January 1, 1990 ("Lease") between
Helm Financial Corporation and Montana Talc Company

Dear Ms. Lee:

On behalf of Helm Financial Corporation, I submit for filing and recording,
under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder
the following document:

Two (2) fully executed originals of Amendment No. 1 dated July 3, 1991
to the Lease ("Amendment No. 1") between Helm Financial Corporation and
Montana Talc Company.

In connection with the recording of Amendment No. 1, please note the following
information:

Name and Address of Lessor: Helm Financial Corporation
One Embarcadero Center, Suite 3500
San Francisco, CA 94111
ATTN: President

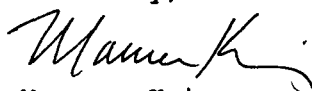
Name and Address of Lessee: The Montana Talc Company
28769 Sappington Road
Three Forks, Montana 59792
ATTN: Mr. Riley Malone
Transportation Manager

Equipment: Nine (9) 60 foot, 100 ton insulated
boxcars (See Exhibit A for Car Numbers)

Previous ICC Filing: Lease filed on January 29, 1990
Recordation No. 16743.

Please file Amendment No. 1 under the next available recordation number. The
filing fee of sixteen dollars (\$16.00) is enclosed.

Sincerely,



Maureen Krieg
Contracts Administrator

mek
Enclosures (2)

RECORDATION NO. 16743-A FILED 1425

AMENDMENT 1

MAR 23 1993 2:50 PM

DATED July 3, 1991

INTERSTATE COMMERCE COMMISSION

TO

RAILCAR LEASE AGREEMENT

DATED JANUARY 1, 1990

The Montana Talc Company, a joint venture of Nicor Minerals Ventures Inc., an Illinois corporation, and Meridian Minerals Company, a Montana corporation ("Lessee") and Helm Financial Corporation ("Lessor") have heretofore entered into a Railcar Lease Agreement ("Lease") dated January 1, 1991.

The parties wish to amend the Lease to reflect the following change effective July 1, 1991:

Exhibit A shall be deleted and replaced with the attached Exhibit A.

All other terms and conditions of this Lease shall remain in full force and effect.

IN WITNESS THEREOF, the Lessor and the Lessee, each pursuant to due authority, have caused these presents to be signed in their respective corporate names.

HELM FINANCIAL CORPORATION

By: *[Signature]* *AW*

Title: President

MONTANA TALC COMPANY

NICOR MINERALS VENTURES, INC.

Managing Partner

By: *[Signature]*

Title: Transportation Mgr.

Amy M. Healy
Commissions expires 9-18-92

EXHIBIT A

Montana Talc Company, a Joint Venture of Nicor Minerals Ventures, Inc. and Meridian Minerals Company hereby leases the following railcars pursuant to that certain Lease Agreement dated as of January 1, 1990, as amended July 1, 1991.

<u>No. of Cars</u>	<u>Description</u>	<u>Car Number</u>	<u>Casualty Value</u>
9	60', 100 ton	HLMX 8805	\$12,000.00
	insulated boxcars	8807	\$12,000.00
	with interior	8815	\$12,000.00
	bulkheads	8822	\$12,000.00
		8861	\$12,000.00
		8864	\$12,000.00
		8876	\$12,000.00
		8891	\$12,000.00
		8899	\$12,000.00